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Attorneys for Chase Bank USA, National Association

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

| | |
|---|-------------------------|
| | -----x |
| In re | : |
| | Chapter 11 |
| | : |
| CIRCUIT CITY STORES, INC., et al., | : |
| | Case No. 08-35653 (KRH) |
| | : |
| Debtors. | : |
| | (Jointly Administered) |
| | : |
| | -----x |

**ORDER APPROVING
REJECTION OF CONSUMER CREDIT CARD PROGRAM AGREEMENT
PURSUANT TO 11 U.S.C. § 365(d)(2) AND GRANTING LIMITED RELIEF
FROM THE AUTOMATIC STAY PURSUANT TO 11 U.S.C. § 362(d)**

Upon the Motion to Compel Rejection of Consumer Credit Card Program Agreement Pursuant to 11 U.S.C. § 365(d)(2) and to Obtain Limited Relief from the Automatic Stay Pursuant to 11 U.S.C. § 362(d) (the “Motion”) filed by Chase Bank USA,

National Association (“Chase”);¹ the Court having reviewed the Motion and all pleadings related thereto; the Court finding that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A), and (iii) notice of the Motion was sufficient under the circumstances and that no other or further notice need be provided; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors and their estates; and after due deliberation and sufficient cause appearing therefor

THE COURT ORDERS, ADJUDGES, AND DECREES THAT:

1. The Motion is hereby granted. Any and all objections to the Motion with respect to the relief granted in this Order that have not been withdrawn, waived, settled, or specifically addressed in this Order, and all reservations of rights included in such objections, are overruled in all respects on the merits and denied.
2. The Program Agreement is hereby deemed rejected, effective as of January 20, 2009.
3. The automatic stay extant under section 362(a) of the Bankruptcy Code is hereby lifted to permit Chase to terminate the Program Agreement.
4. Chase shall have thirty (30) days from the entry of this Order to file a proof of claim for damages arising from the rejection of the Credit Card Agreement in

¹ Unless otherwise defined, capitalized terms utilized herein shall have the meaning ascribed to such terms in the Motion.

accordance with the Order pursuant to Bankruptcy Code Sections 105 and 502 and Bankruptcy Rules 2002, 3003(c)(3), and 9007 (I) Setting General Bar Date and Procedures for Filing Proofs of Claim, and (II) Approving Form and Manner of Notice Thereof, dated December 10, 2008.

5. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

SO ORDERED.

January __, 2009

United States Bankruptcy Judge

CERTIFICATE OF SERVICE

Pursuant to rule 9022-1(c), I hereby certify under penalty of perjury that on January 20, 2009, a true and exact copy of the foregoing proposed order was forwarded via electronic means or by overnight delivery to the following necessary parties defined as the Core Group in the case management order entered November 13, 2008: (i) the Debtors and counsel for the Debtors, (ii) the Office of the United States Trustee for the Eastern District of Virginia, (iii) counsel to the Official Committee of Unsecured Creditors, (iv) counsel to the agents for the Debtors' pre-petition lenders, and (v) counsel to the agents for the Debtors' post-petition lenders.

Dated: Richmond, Virginia
January 20, 2009

Respectfully submitted,

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